

RECORDATION NO. 25359-0 FILED

MAY 18 '06 11-45 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

May 18, 2006

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Security Agreement Supplement No. 6, dated as of May 18, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease Supplement No. 6 being filed with the Board under Recordation Number 25359-N.

The names and addresses of the parties to the enclosed document are:

Lessor: ABN AMRO Bank N.V.  
Suite 1500, 208 South LaSalle Street  
Chicago, Illinois 60604

Collateral Agent: ABN AMRO Advisory, Inc.  
Suite 1500, 208 South LaSalle Street  
Chicago, Illinois 60604

Mr. Vernon A. Williams  
May 18, 2006  
Page two

A description of the railroad equipment covered by the enclosed document is:

197 railcars within the series DOWX 068520 – DOWX 088087 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Security Agreement Supplement No. 6.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Edward M. Luria". The signature is fluid and cursive, with the first name "Edward" and last name "Luria" being the most prominent parts.

Edward M. Luria

RWA/sem  
Enclosures

SECURITY AGREEMENT SUPPLEMENT NO. 6  
(US)

MAY 18 2006 11:45 AM

SURFACE TRANSPORTATION BOARD

This SECURITY AGREEMENT SUPPLEMENT NO. 6 is made as of May 18, 2006 between ABN AMRO BANK N.V., as lessor (together with its successors and assigns, "Debtor") and ABN AMRO ADVISORY, INC., as collateral agent (together with its successor and assigns, "Collateral Agent") for the Participants party to the Participation Agreement defined below (together with their successors and assigns, "Participants") and ABN AMRO BANK N.V., as administrative agent for the Participants ("Administrative Agent" and collectively with Collateral Agent and Participants, the "Secured Parties") and supplements that certain security agreement found in Section 5 of that certain Participation Agreement dated as of December 13, 2004 among The Dow Chemical Company, Debtor, and the other parties thereto (the "Participation Agreement").

Capitalized terms used herein without further definition have the meanings set forth in Appendix A to the Participation Agreement.

Debtor hereby assigns, conveys, mortgages, pledges, hypothecates, transfers and sets over to Collateral Agent, for the benefit of the Participants, Collateral Agent and Administrative Agent, a first priority Lien on and security interest in the rights, title and interest of Debtor now held or hereinafter acquired in and to the railcars identified on Schedule A attached hereto to secure the payment and performance of the Secured Obligations. Debtor and Collateral Agent hereby confirm and agree that each of the railcars identified on Schedule A is an "Item of ~~Equipment~~" and part of the Lessor Collateral.

[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, Debtor and Collateral Agent have caused this Security Agreement Supplement to be executed by their officers thereunto duly authorized as of the date and year first above written.

ABN AMRO BANK N.V.

(Debtor)

By: 

Name: **Yolanda Meza**

Title: **Vice President**

By: 

Name: **MARIA T. VANDERWARREN**

Title: **ASSISTANT VICE PRESIDENT**

ABN AMRO ADVISORY, INC.

(Collateral Agent)

By: 

Name: **Kevin Kenning**

Title: **Vice President**

By: 

Name:

Title: **MARIA T. VANDERWARREN**  
**ASSISTANT VICE PRESIDENT**

STATE OF ILLINOIS           )  
  ) SS  
COUNTY OF COOK           )

On this 17<sup>th</sup> of MAY, 2006, before me personally appeared  
in the City of Chicago, State of Illinois YOLANDA MEZA, to  
me personally known, who being by me duly sworn, says that he is the  
VICE PRESIDENT of ABN AMRO Bank N.V., that the foregoing  
instrument was signed and sealed on behalf of said corporation and, as attorney-in-fact on  
behalf of ABN AMRO Bank N.V. by authority of said corporation's Board of Directors,  
and SHE acknowledged that the execution of the foregoing instrument was the free  
act and deed of said corporation.



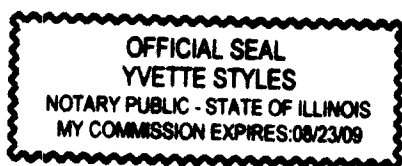
Yvette Styles  
Notary Public

[NOTARIAL SEAL]

My commission expires: 08/23/09

STATE OF ILLINOIS           )  
  ) SS  
COUNTY OF COOK           )

On this 17<sup>th</sup> of MAY, 2006, before me personally appeared  
in the City of Chicago, State of Illinois MACIA VANDERWAAREN, to  
me personally known, who being by me duly sworn, says that she is the  
Assistant Vice President of ABN AMRO Bank N.V., that the foregoing  
instrument was signed and sealed on behalf of said corporation and, as attorney-in-fact on  
behalf of ABN AMRO Bank N.V. by authority of said corporation's Board of Directors,  
and She acknowledged that the execution of the foregoing instrument was the free  
act and deed of said corporation.



Yvette Styles  
Notary Public

[NOTARIAL SEAL]

My commission expires: 08/23/09

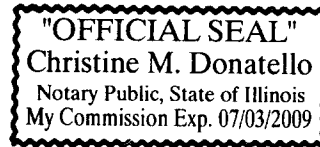
STATE OF ILLINOIS           )  
  ) SS  
COUNTY OF COOK            )

On this 16th of May, 2006, before me personally appeared in the City of Chicago, State of Illinois, Kevin Kenning to me personally known, who being by me duly sworn, says that he is the Vice President of ABN AMRO Advisory, Inc., that the foregoing instrument was signed and sealed on behalf of said corporation, by authority of said corporation's Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Christine M. Donatello  
Notary Public

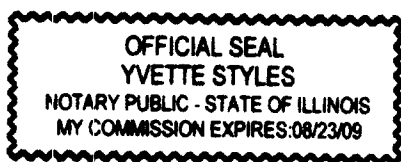
[NOTARIAL SEAL]

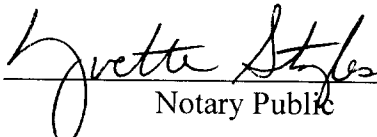
My commission expires: 07-03-2009



STATE OF ILLINOIS           )  
  ) SS  
COUNTY OF COOK           )

On this 17th of May 2006, before me personally appeared in the City of Chicago, State of Illinois Maria Vanderwarren, to me personally known, who being by me duly sworn, says that she is a duly authorized signatory of ABN AMRO Advisory, Inc., that the foregoing instrument was signed and sealed on behalf of said corporation, by authority of said corporation's Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



  
Notary Public

[NOTARIAL SEAL]

My commission expires: 08/23/09



SCHEDULE A  
ACQUISITION COSTS

<u>CARMARK</u>	<u>BUILDER</u>	<u>ACQUISITION COST</u>	<u>ACQUISITION COST PERCENTAGE OF TOTAL</u>
DOWX068520	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068525	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068542	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068554	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068559	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068567	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068568	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068596	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068598	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068599	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068609	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068610	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068611	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068613	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068629	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068631	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068632	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068633	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068634	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068635	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068636	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068638	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068639	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068641	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068642	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068643	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068644	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068645	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068646	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068647	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068648	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068649	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068650	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068651	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068652	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068653	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068654	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068655	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068656	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068657	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068658	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068659	AMERICAN RAILCAR	75,639.00	0.44%

<u>CARMARK</u>	<u>BUILDER</u>	<u>ACQUISITION COST</u>	<u>ACQUISITION COST PERCENTAGE OF TOTAL</u>
DOWX068660	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068661	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068662	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068663	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068665	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068666	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068667	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068668	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068669	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068670	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068671	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068672	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068673	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068674	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068675	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068676	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068677	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068678	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068681	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068682	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068683	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068685	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068686	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068687	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068689	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068690	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068691	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068692	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068693	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068694	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068695	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068696	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068697	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068698	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068699	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068700	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068701	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068702	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068703	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068704	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068705	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068706	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068707	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068708	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068709	AMERICAN RAILCAR	75,639.00	0.44%

<b>CARMARK</b>	<b>BUILDER</b>	<b>ACQUISITION COST</b>	<b>ACQUISITION COST PERCENTAGE OF TOTAL</b>
DOWX068710	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068711	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068712	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068713	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068714	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068715	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068717	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068718	AMERICAN RAILCAR	75,639.00	0.44%
DOWX068724	AMERICAN RAILCAR	75,639.00	0.44%
DOWX072666	UNION TANK CAR CO	96,410.00	0.56%
DOWX072698	UNION TANK CAR CO	96,410.00	0.56%
DOWX072702	UNION TANK CAR CO	96,410.00	0.56%
DOWX072712	UNION TANK CAR CO	96,410.00	0.56%
DOWX072715	UNION TANK CAR CO	96,410.00	0.56%
DOWX072726	UNION TANK CAR CO	96,410.00	0.56%
DOWX072729	UNION TANK CAR CO	96,410.00	0.56%
DOWX072731	UNION TANK CAR CO	96,410.00	0.56%
DOWX072733	UNION TANK CAR CO	96,410.00	0.56%
DOWX072734	UNION TANK CAR CO	96,410.00	0.56%
DOWX072735	UNION TANK CAR CO	96,410.00	0.56%
DOWX072736	UNION TANK CAR CO	96,410.00	0.56%
DOWX072737	UNION TANK CAR CO	96,410.00	0.56%
DOWX072738	UNION TANK CAR CO	96,410.00	0.56%
DOWX072739	UNION TANK CAR CO	96,410.00	0.56%
DOWX072740	UNION TANK CAR CO	96,410.00	0.56%
DOWX072741	UNION TANK CAR CO	96,410.00	0.56%
DOWX072742	UNION TANK CAR CO	96,410.00	0.56%
DOWX072743	UNION TANK CAR CO	96,410.00	0.56%
DOWX072744	UNION TANK CAR CO	96,410.00	0.56%
DOWX072745	UNION TANK CAR CO	96,410.00	0.56%
DOWX072746	UNION TANK CAR CO	96,410.00	0.56%
DOWX072747	UNION TANK CAR CO	96,410.00	0.56%
DOWX072748	UNION TANK CAR CO	96,410.00	0.56%
DOWX072750	UNION TANK CAR CO	96,410.00	0.56%
DOWX072751	UNION TANK CAR CO	96,410.00	0.56%
DOWX072752	UNION TANK CAR CO	96,410.00	0.56%
DOWX072754	UNION TANK CAR CO	96,410.00	0.56%
DOWX072755	UNION TANK CAR CO	96,410.00	0.56%
DOWX072756	UNION TANK CAR CO	96,410.00	0.56%
DOWX072757	UNION TANK CAR CO	96,410.00	0.56%
DOWX072758	UNION TANK CAR CO	96,410.00	0.56%
DOWX072759	UNION TANK CAR CO	96,410.00	0.56%
DOWX072762	UNION TANK CAR CO	96,410.00	0.56%
DOWX072763	UNION TANK CAR CO	96,410.00	0.56%
DOWX072764	UNION TANK CAR CO	96,410.00	0.56%

<u>CARMARK</u>	<u>BUILDER</u>	<u>ACQUISITION COST</u>	<u>ACQUISITION COST PERCENTAGE OF TOTAL</u>
DOWX072769	UNION TANK CAR CO	96,410.00	0.56%
DOWX073254	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073255	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073257	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073258	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073259	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073260	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073261	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073263	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073264	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073265	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073266	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073267	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073268	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073272	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073277	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073287	TRINITY INDUSTRIES	88,719.00	0.52%
DOWX073388	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073389	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073390	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073391	TRINITY INDUSTRIES	92,278.00	0.54%
DOWX073392	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073393	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073394	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073477	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073478	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073479	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073480	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073481	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073482	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073483	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073484	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073485	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073486	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073488	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073489	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073491	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073492	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073493	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073495	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073496	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073498	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073501	TRINITY INDUSTRIES	91,208.00	0.53%
DOWX073628	AMERICAN RAILCAR	106,789.00	0.62%
DOWX073633	AMERICAN RAILCAR	106,789.00	0.62%

<u>CARMARK</u>	<u>BUILDER</u>	<u>ACQUISITION COST</u>	<u>ACQUISITION COST PERCENTAGE OF TOTAL</u>
DOWX073638	AMERICAN RAILCAR	106,789.00	0.62%
DOWX073639	AMERICAN RAILCAR	106,789.00	0.62%
DOWX073641	AMERICAN RAILCAR	106,789.00	0.62%
DOWX088070	UNION TANK CAR CO	120,530.00	0.70%
DOWX088071	UNION TANK CAR CO	120,530.00	0.70%
DOWX088072	UNION TANK CAR CO	120,530.00	0.70%
DOWX088073	UNION TANK CAR CO	120,530.00	0.70%
DOWX088074	UNION TANK CAR CO	120,530.00	0.70%
DOWX088075	UNION TANK CAR CO	120,530.00	0.70%
DOWX088076	UNION TANK CAR CO	120,530.00	0.70%
DOWX088077	UNION TANK CAR CO	120,530.00	0.70%
DOWX088078	UNION TANK CAR CO	120,530.00	0.70%
DOWX088079	UNION TANK CAR CO	120,530.00	0.70%
DOWX088080	UNION TANK CAR CO	120,530.00	0.70%
DOWX088081	UNION TANK CAR CO	120,530.00	0.70%
DOWX088083	UNION TANK CAR CO	120,530.00	0.70%
DOWX088084	UNION TANK CAR CO	120,530.00	0.70%
DOWX088085	UNION TANK CAR CO	120,530.00	0.70%
DOWX088086	UNION TANK CAR CO	120,530.00	0.70%
DOWX088087	UNION TANK CAR CO	120,530.00	0.70%
Total		17,203,451.00	100.00%